



Headquarters: 600 Grand Ave
Suite 410
Oakland, CA 94610-3561

510.663.4000 tel
510.663.4099 fax

1127 11th St
Suite 425
Sacramento, CA 95814-3809

916.444.3676 tel
916.444.7693 fax

3303 Wilshire Blvd
Suite 415
Los Angeles, CA 90010-1798

213.736.1770 tel
213.736.1777 fax

May 7, 2013

Bruce Karsh, President
Oaktree Capital Management
333 S. Grand Avenue, 28th Floor
Los Angeles, CA 90071

Dear Mr. Karsh,

We are formally writing to you in your dual capacity as the President and founder of Oaktree Capital Management, which is the largest shareholder in the Tribune Company, and as the Chairman of the Tribune Company Board of Directors to express our opposition of any decision to sell the Tribune Company's newspapers to the Koch brothers, as well as to seek an immediate meeting to personally discuss this matter.

We are contacting you on behalf of the millions of working people in California who are the participants and beneficiaries of public pension funds that are invested as limited partners in Oaktree Capital Management. Many of these working people are rightly concerned by news reports about the possible sale of the Tribune Company's newspapers by Oaktree Capital Management to the Koch brothers, as any such sale would be adverse to the retirement security of public employees whose pension funds you are responsible for managing and investing. The history of the Koch Brothers is well documented and involves orchestrating efforts that are anti-labor, anti-environment, anti-public education and anti-immigrant.

Given that Oaktree Capital Management is responsible for managing a substantial amount of public pension funds (publicly available information indicates that as much of approximately a third of all the investor money in Oaktree Capital Management comes from public pension funds), we want make you aware of the fact that the Koch brothers have a history of promoting policies that are contrary to the retirement security of working people, including:

(1) The Koch brothers are the backers of Americans For Prosperity, which is a conservative political advocacy group. The group was launched through the funding of David Koch, who has served as the Chair of the Americans For Prosperity Foundation, and Koch Industries. Americans for Prosperity has funded an effort to roll back public pensions in states such as Wisconsin; the organization called for replacing the existing Florida Retirement System with a defined contribution plan; and it backed federal legislation that would remove important protections for state and municipal public pension systems. *Each and every one of these policies put forth by this organization created for and funded by the Koch Brothers represent ideas adverse to the retirement security of public pension fund participants and beneficiaries.*

(2) The Koch brothers have created and funded the Mercatus Center at George Mason University, a think tank, which is responsible for disseminating misleading information to the public about the financial well-being of public pension funds in order to generate support for defunding public pension funds. *Putting out misleading financial information as well as seeking to deny funding to*

public pension funds is deleterious to the financial health, integrity and stability of public pension funds.

(3) The Koch brothers are major backers of the American Legislative Exchange Council (ALEC), a 501(c)(3) made up principally of conservative legislators, businesses and right wing foundations. ALEC has advocated that newly hired public employees be denied access to traditional pensions, as well as changing the contribution structure that has long been critical to the financial health of pension funds from a defined benefit system to a 401(k) approach. *Denying the ability of new public employees to join a public pension fund and changing from a defined benefit plan to a defined contribution plan will have serious consequences for the retirement security of public sector employees.*

(4) The Koch brothers are tied to third party groups that were major funders of Proposition 32, a 2012 California ballot initiative rejected by voters that would have unilaterally defunded labor unions' ability to engage in the democratic political process. There is an ongoing investigation involving the State Attorney General's Office and the Fair Political Practices Commission related to efforts by these murky third party groups to funnel \$11 million in campaign contributions into the Proposition 32 campaign. *Passage of Proposition 32 would have hurt the retirement security of public employees by taking away the ability of the participants and beneficiaries of public pension funds to effectively engage in collective action within the political process, especially in fighting off the type of efforts we have seen in recent years to impact the State's public pension funds.*

The Tribune Company owns eight newspapers. Amongst those media properties is the Los Angeles Times, the largest paper in California and the fourth largest in the entire country. Other papers Tribune owns include the Chicago Tribune, The Baltimore Sun, Sun Sentinel (South Florida), Orlando Sentinel, Hartford Courant, The Morning Call and Daily Press. Control over such a media empire comes with the capacity to exercise significant influence over the policies of the entire country.

The Tribune Company's website acknowledges the importance of its media properties, characterizing itself as, "a major force," and, in its Core Values statement, the company also acknowledges the responsibility to the public that comes with the ownership of such a powerful platform, "We take our obligation to serve the public interest, need, and convenience seriously."

We respect the Tribune Company's Core Values as a material representation of the company's management approach and are hopeful that they will be applied in terms of making decisions about the future of the company's media properties.

It is without question that the sale of the Tribune Company's newspaper assets would provide the Koch brothers a powerful and influential platform by which to promote at both the local, state and federal level that enactment of their anti-public pension fund policies.

In particular, for those people whose retirement savings are invested in public pension funds, selling the Tribune Company's newspapers to the Koch brothers so they could in turn use it to advance specific policies adverse to the retirement security of working people, would be akin to agreeing to selling your car to a buyer who you know wants to buy the car so they can run you over.

In light of the immutable anti-public pension fund record of the Koch brothers, the indisputable fact that they seek to put into law policies that are not in the best financial interest of public pension fund participants and beneficiaries, and the irrefutable reality that should they own the Tribune Company's newspapers that the Koch's will seek to deploy the newspaper media properties to effectuate such an anti-public pension fund agenda, we believe that the sale of the Tribune's newspapers to the Koch brothers is not in the best financial interests of the participants and beneficiaries of public pension funds.

We urge you to carefully evaluate all strategic alternatives to a sale of the Tribune's newspapers to the Koch brothers. Given the current depressed economic climate, a rushed sale of the Tribune's newspaper assets may not maximize returns for Oaktree Capital or its limited partners. More value may be obtainable by selling the Tribune Companies as a whole or by waiting to see what other bidders may emerge for the Tribune's newspaper assets. We note that investment managers of pension funds are not obligated to enter into a transaction to maximize short-term returns if such a sale is not in the long-term best interests of the pension funds.

Given the gravity of the matter, we look forward to meeting with you as soon as possible.

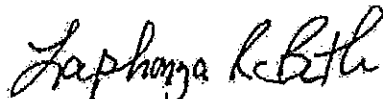
Sincerely,



Art Pulaski, Executive Secretary-Treasurer
CA Labor Federation



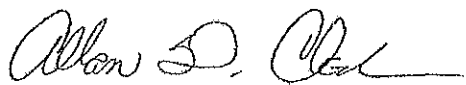
Maria Elena Durazo, Executive Secretary-Treasurer
Los Angeles County Federation of Labor, AFL-CIO



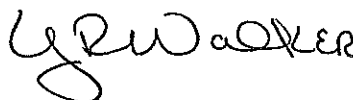
LaPhonza Butler, President
SEIU State Council



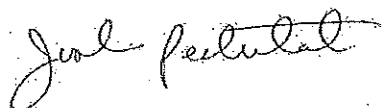
Lou Paulson, President
CA Professional Firefighters



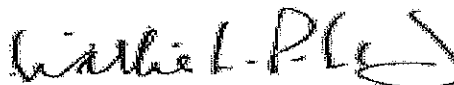
Allan D. Clark, Association President
CA School Employees Association



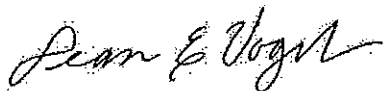
Yvonne Walker, President
SEIU 1000



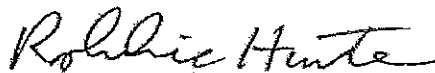
Joshua Pechthalt, President
CA Federation of Teachers



Willie L. Pelote, Sr., Assistant Director
Political Action Department
AFSCME International



Dean E. Vogel, President
CA Teachers Association



Robbie Hunter, President
CA State Building Trades